

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§	Chapter 11
	§	
LAFORTA - GESTÃO E INVESTIMENTOS, SOCIEDADE UNIPESSOAL LDA., ¹	§	Case No. 22-90126 (DRJ)
	§	
Debtor.	§	

**APPLICATION TO RETAIN JACKSON WALKER LLP
AS COUNSEL FOR THE DEBTOR AND DEBTOR-IN-POSSESSION**

If you object to the relief requested, you must respond in writing. Unless otherwise directed by the Court, you must file your response electronically at <https://ecf.txsbs.uscourts.gov/> within twenty-one days from the date this motion was filed. If you do not have electronic filing privileges, you must file a written objection that is actually received by the clerk within twenty-one days from the date this motion was filed. Otherwise, the Court may treat the pleading as unopposed and grant the relief requested.

Laforta - Gestão E Investimentos Sociedade Unipessoal LDA (the “Debtor”) files this application (this “Application”) for entry of an order (the “Order”), substantially in the form attached hereto, authorizing the Debtor to retain and employ Jackson Walker LLP as counsel, and respectfully state as follows:

I. JURISDICTION AND VENUE

1. The United States Bankruptcy Court for the Southern District of Texas (the “Court”) has jurisdiction over this matter pursuant to 28 U.S.C. § 1334. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2).
2. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

¹ The Debtor in this chapter 11 case, along with the last four digits of the Debtor’s Foreign tax identification number, is: LaForta - Gestão e Investimentos, Sociedade Unipessoal, Lda (Zona Franca da Madeira) (5988).

3. The bases for the relief requested herein are sections 327(a) and 330 of title 11 of the United States Code (the “Bankruptcy Code”), rules 2014(a) and 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and rules 2014-1 and 2016-1 of the Local Bankruptcy Rules for the Southern District of Texas (the “Bankruptcy Local Rules”).

II. BACKGROUND

4. On June 17, 2022, (the “Petition Date”), the Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code, commencing the above-captioned chapter 11 case (the “Chapter 11 Case”). The Debtor is winding down its business operations and continues to manage the wind-down and its property as a debtor in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No request for the appointment of a trustee or examiner has been made in the Chapter 11 Case.

5. A detailed description surrounding the facts and circumstances of this case is set forth in the *Declaration of David Weinhoffer, Chief Restructuring Officer of Laforta - Gestão E Investimentos Sociedade Unipessoal LDA, in Support of Chapter 11 Petition and First Day Motions* (the “First Day Declaration”) [Docket No. 11].

6. Additional factual background and information regarding the Debtor, including its business operations, its corporate and capital structure, and the events leading to the commencement of the Chapter 11 Case, is set forth in detail in the First Day Declaration.

III. RELIEF REQUESTED

7. The Debtor desires to employ the law firm of Jackson Walker LLP (the “Firm”), 1401 McKinney Street, Suite 1900, Houston, Texas 77010 to serve as its counsel in this case, in accordance with the conditions set forth in that certain Engagement Letter between the Debtor and the Firm, as of June 9, 2022 (the “Engagement Letter”), a copy of which is attached hereto as Exhibit A, and incorporated herein by reference.

8. In support of the Application, the Debtor submits the Declaration of Rebecca Blake Chaikin (the “Chaikin Declaration”), a partner of the Firm, which is attached hereto as **Exhibit B**.

A. Necessity for Retention of Counsel and Scope of Services

9. The retention of counsel is necessary to the successful administration of this chapter 11 case, and that the Firm’s employment would be in the best interest of the estates. The Firm’s complex chapter 11 experience, as well as its extensive practice before this Court, and knowledge of the Bankruptcy Local Rules and practices, make it substantively and geographically ideal to efficiently serve the Debtor’s needs. The Firm regularly represents chapter 11 debtors in the Southern District of Texas and throughout Texas, and thus is well qualified by its experience to serve as counsel to the Debtor in this proceeding.

B. The Firm’s Qualifications

10. The Debtor seeks to retain the Firm as set forth herein because of the Firm’s recognized and extensive experience and knowledge of chapter 11 business reorganization as well as its experience practicing in Texas and in this District.

11. The Firm has been actively involved in many major chapter 11 cases and has represented many debtors in districts throughout Texas.

12. In preparing for its representation of the Debtor in this chapter 11 case, the Firm has become familiar with the Debtor’s business and many of the potential legal issues that may arise in the context of this chapter 11 case. The Debtor believes that the Firm is both well-qualified and uniquely able to represent the Debtor in this chapter 11 case in an efficient and timely manner.

C. Compensation

13. The proposed arrangement for compensation is set forth in the Engagement Letter.

See Exhibit A. The Firm’s fees are determined on the basis of time billed at hourly rates. The Firm’s hourly rates vary with the experience and seniority of its attorneys and paralegals, and

are adjusted on October 1 of each year. Work is assigned among attorneys and other professionals so as to meet the Debtor's needs, including timing requirements, in an economically efficient manner, typically resulting in blended rates of approximately \$604 per hour or less. The Firm did not vary from, or agree to any alternatives to, its standard or customary billing arrangements for this engagement.

14. Expenses related to the Firm's services will be included in the Firm's applications for compensation, which may include third-party disbursements, such as travel expenses, messenger charges, filing and recording fees, and other costs. It is the Firm's intent to bill such expenses at the Firm's cost. Certain other expenses, such as photocopying, computerized research and long distance tolls, will be billed in accordance with the Firm's standard schedule of charges. To the extent there may be large third-party disbursements, such as expert fees and expenses, mediation and arbitration fees, deposition costs, and substantial travel expenses, the Firm may ask that the Debtors be responsible for paying them directly, rather than through the Firm.

15. The Firm's customary fees and expenses incurred in connection with this representation are to be paid out of the Debtors' estates. The Firm will apply to this Court for allowance of compensation and reimbursement of expenses in accordance with the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Local Rules for the Southern District of Texas, and any other orders of the Court. The Debtors will be jointly and severally liable for all fees and expenses incurred by the Firm for services rendered to the Debtors pursuant to the Engagement Letter.

16. The Firm and the Debtor entered into the Engagement Letter on June 9, 2022. The Debtor paid the Firm retainers in the total amount of \$200,000.01 (the "Retainer"). The Firm assisted the Debtor with the preparation necessary for the filing of their voluntary petition and

transitioning its operations into chapter 11. Prior to the filing of these cases, the Firm applied \$194,007.07 of Retainer funds to pay for all prepetition services. The Firm continues to hold a retainer in the amount of \$5,992.94.

17. Rebecca Blake Chaikin's hourly rate is \$750.00. The rates of other restructuring attorneys in the Firm range from \$525.00 to \$985.00 an hour, and the rates of paraprofessionals range from \$185.00 to \$205.00 per hour. These rates are consistent with rates that the Firm charges in other comparable chapter 11 cases, with no variation based upon the geographical location of a case.

D. The Firm is Disinterested

18. To the best of the Debtor's knowledge, these attorneys have no interest adverse to the Debtor, or to the Debtor's bankruptcy estate, and are disinterested. The Firm has no connections with the Debtor, the Debtor's creditors, any other party in interest, their respective attorneys and accountants, the U.S. Trustee, or any other person employed in the office of the U.S. Trustee herein, except as disclosed in the Chaikin Declaration. The Chaikin Declaration demonstrates that although the Firm represents and has represented a number of the Debtor's creditors or affiliates of the Debtor's creditors, those matters are not substantially related to the Debtor's bankruptcy case; the representations are concluded; the representation is of an affiliate; or the representations and the claims of those creditors are immaterial and *de minimis*.

E. Supporting Authority

19. The Debtor seeks approval to retain the Firm pursuant to section 327(a) of the Bankruptcy Code, which provides that a debtor, subject to Court approval:

[M]ay employ one or more attorneys, accountants, appraisers, auctioneers, or other professional persons, that do not hold or represent an interest adverse to the estate, and that are disinterested persons, to represent or assist the [debtor] in carrying out the [debtor]'s duties under this title.

11 U.S.C. § 327(a).

20. Bankruptcy Rule 2014(a) requires that an application for retention include:

[S]pecific facts showing the necessity for the employment, the name of the [firm] to be employed, the reasons for the selection, the professional services to be rendered, any proposed arrangement for compensation, and, to the best of the applicant's knowledge, all of the [firm's] connections with the debtor, creditors, any other party in interest, their respective attorneys and accountants, the United States trustee, or any person employed in the office of the United States trustee.

Fed. R. Bankr. P. 2014.

21. For all the reasons stated herein, the retention and employment of the Firm as requested herein is warranted. As stated in the Chaikin Declaration, the Firm is a "disinterested person" within the meaning of § 101(14) of the Bankruptcy Code, as required by § 327(a) of the Bankruptcy Code, and does not hold or represent an interest adverse to the Debtor, and has no connection to the Debtor, its creditors, or other parties in interest except as set forth in the Chaikin Declaration. Accordingly, the Debtor requests that the Court approve the Application.

WHEREFORE, the Debtor requests that the Court enter the Order, substantially in the form attached hereto, granting the relief requested herein and granting such other relief as is just and proper.

Dated: July 15, 2022
Houston, Texas

/s/ David Weinhoffer
David Weinhoffer
Chief Restructuring Officer

Certificate of Service

I certify that on July 15, 2022, I caused a copy of the foregoing document to be served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas.

/s/ Rebecca Blake Chaikin

Rebecca Blake Chaikin

Exhibit B

Chaikin Declaration

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
LAREDO DIVISION**

In re:	§	Chapter 11
	§	
LAFORTA - GESTÃO E INVESTIMENTOS, SOCIEDADE UNIPESSOAL LDA., ¹	§	Case No. 22-90126 (DRJ)
	§	
Debtor.	§	

**DECLARATION OF REBECCA BLAKE CHAIKIN
IN SUPPORT OF THE APPLICATION TO RETAIN JACKSON WALKER LLP
AS COUNSEL FOR THE DEBTOR AND DEBTOR-IN-POSSESSION**

The undersigned proposed attorney for the above-captioned debtor and debtor-in-possession submits this verified statement of disinterestedness pursuant to Bankruptcy Rule 2014(a).

1. My name is Rebecca Blake Chaikin. I am over the age of 18 years, I am competent to make this declaration, and I have personal knowledge of the facts stated herein. Each and every statement contained herein is true and correct.

2. I am an attorney admitted to practice in this Court.

3. I am a partner in the law firm of Jackson Walker LLP (the “Firm”). The Firm maintains offices for the practice of law in seven Texas cities including one at 1401 McKinney Street, Suite 1900, Houston, Texas 77010. The Firm’s main telephone number is (713) 752-4200 and the Firm’s main facsimile number is (713) 752-4221.

¹ The Debtor in this chapter 11 case, along with the last four digits of the Debtor’s Foreign tax identification number, is: LaForta - Gestão e Investimentos, Sociedade Unipessoal, Lda (Zona Franca da Madeira) (5988).

4. In conjunction with the Debtor's retention of the Firm, I directed a search of the Firm's conflicts system for each of the Debtor's creditors and insiders (the "Potential Parties in Interest").

5. The Firm may represent other affiliates whose identities and affiliation did not show up on the conflicts system. It is possible that there are creditors whom the Debtor did not identify in their records that are clients of the Firm. The following summarizes the findings gleaned from my review of the information available on the Firm's conflicts system divided into current clients of the Firm that are also creditors of the Debtor, former clients, and affiliates of current clients of the Firm that are also creditors of the Debtor, and my and the Firm's connections with the Debtors and their current and former officers, directors, and professionals.

A. The Firm's Prior Relationship to the Debtor

6. The Firm and the Debtor entered into the Engagement Letter on June 9, 2022. The Debtor paid the Firm retainers in the total amount of \$200,000.01 (the "Retainer"). The Firm assisted the Debtor with the preparation necessary for the filing of their voluntary petition and transitioning their operations into chapter 11. Prior to the filing of these case, the Firm applied \$194,007.07 of Retainer funds to pay for all prepetition services. The Firm continues to hold a retainer in the amount of \$5,992.94.

B. Current Clients of the Firm that are Creditors of the Debtor

7. The Firm currently represents or has represented entities or affiliates of entities that may have direct or indirect claims or interests against the Debtor and are listed on the attached Schedule 2. The Firm's ongoing representation of the Schedule 2 entities do not involve or relate to the Debtor or this case. The determination of whether a client is a "former client" is based on the date of last activity in the Firm's billing software system being five (5) years or more prior to

the Petition Date herein. The designation of a former client may not foreclose a continuing attorney-client privilege.

8. In addition, the Firm currently represents entities or affiliates of such entities that may have direct or indirect claims against or interests in the Debtor on matters unrelated to the Debtor or this case, which are also set forth in the attached Schedule 2.

9. Also, the Firm represents certain equity owners in the ultimate owner of the Debtor in matters unrelated to the chapter 11 proceeding of the Debtor.

10. In the event that any matters or issues arise that are directly adverse to these current clients of the Firm, these matters or issues will be handled by other conflicts counsel as appropriate.

11. None of the preceding current clients individually represents more than 2% of the Firm's annual revenues.

12. The Firm previously represented, but does not currently represent other potential creditors or affiliates of potential creditors of the Debtor as reflected on Schedule 2.

C. Creditors of the Debtor that are Adverse to the Firm's Clients

13. The Firm represents, or has represented in the past, clients that are adverse or potentially adverse to numerous creditors (or affiliates of creditors) of the Debtor.

D. The Firm's Connections with the Debtor, Officers, and Professionals

14. Lucy Johnson-Davis, with the United States Trustee's Office in Houston, was previously employed by the Firm.

15. The Firm has in the past, and is likely in the future, to have common clients and connections with the Debtor's prepetition and post-petition attorneys, accountants, and other professionals. None of those connections are material or present any conflict of interest.

16. Except as set forth herein, neither I nor the Firm have had any connection with the Debtor, insiders or affiliates of the Debtor, the Debtor's creditors, any other party in interest, their respective attorneys and accountants, the United States Trustee, or any other person employed in the Office of the United States Trustee, and are disinterested persons within the meaning of 11 U.S.C. § 101(14), to the best of my knowledge.

E. Statement Regarding United States Trustee Guidelines

17. The Firm shall apply for compensation for professional services rendered and reimbursement of expenses incurred in connection with the Debtor's chapter 11 case in compliance with sections 330 and 331 of the Bankruptcy Code, and applicable provisions of the Bankruptcy Rules, Bankruptcy Local Rules, and any other applicable procedures and orders of the Court. The Firm also intends to make a reasonable effort to comply with the United States Trustee's requests for information and additional disclosures as set forth in the Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective as of November 1, 2013 (the "U.S. Trustee Fee Guidelines"), both in connection with this Application as well as any interim and final fee applications that may be filed by the Firm in connection with this chapter 11 case.

F. Attorney Statement Pursuant to the U.S. Trustee Fee Guidelines

18. The following is provided in response to the request for additional information set forth in Paragraph D.1 of the U.S. Trustee Fee Guidelines.

Question: Did the Firm agree to any variations from, or alternatives to, the Firm's standard billing arrangements for this engagement?

Answer: No. The Firm and the Debtor have not agreed to any variations from, or alternatives to, the Firm's standard billing arrangements for this engagement. The rate structure provided by the Firm is appropriate and is not significantly different from (a) the rates that the Firm charges for other

non-bankruptcy representatives or (b) the rates of other comparably skilled professionals.

Question: Do any of the Firm professionals in this engagement vary their rate based on the geographical location of the Debtor's chapter 11 case?

Answer: No. The hourly rates used by the Firm in representing the Debtor are consistent with the rates that the Firm charges other comparable chapter 11 clients, regardless of the location of the chapter 11 case.

Question: If the Firm has represented the Debtor in the 12 months prepetition, disclose the Firm's billing rates and material financial terms for the prepetition engagement, including any adjustments during the 12 months prepetition. If the Firm's billing rates and material financial terms have changed postpetition, explain the difference and the reasons for the difference.

Answer: My hourly rate is \$750.00. The rates of other restructuring attorneys in the Firm range from \$525.00 to \$985.00 an hour and the paraprofessional rates range from \$185.00 to \$205.00 per hour. The Firm represented the Debtor during the weeks immediately before the Petition Date, using the foregoing hourly rates.

Question: Has the Debtor approved the Firm's budget and staffing plan, and if so, for what budget period?

Answer: The Firm has not prepared a budget and staffing plan.

19. The Firm will periodically review both the changes in identifiable parties in interest of the Debtor and clients of the Firm as such information becomes available or relevant, and will update this disclosure as appropriate.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Executed this 15 day of July, 2022

/s/ Rebecca Blake Chaikin
Rebecca Blake Chaikin

Schedule 1
Schedule of Searched Parties

Abel Vargas Guzman	David Weinhoffer
ABS	Deutsche Bank Luxembourg S.A.
ABW LLC	Deutsche Bank Trust Company Americas
ABW Vessel Management	Douro Seas Shiping, Lda
Advanced Drilling Systems	EcoQuantica, S.C.
Advokatfirmaet BAHR AS	Edmundo Rodriguez Sobrino
AF Global	Elita Maria Correia
AF Global Corporation	Enrique Tovar Milan
Alcentra Fund S.C.A. SICAV-SIF	Ernst & Young Audit & Associados – SROC S.A.
Alcentra Global Special Situations Fund	Euro Investments Maritime Equipments S.P.R.L.
Alfredo Merinos	Euro Investments Maritime Equipments SPRL
ALITAN SHIPPING SERVICES SPRL	Favorável Mediação de Seguros
Alstonia Investments LTD	Fels Asset Co 2 PTE, LTD
Aluguer de Equipamentos Technologico	Fels Asset Co PTE, LTD
Anna Martin	Ferreira Burgher y Asociados S de RL de CV
Antonio Joaquim Brochado Correia	GL Noble Denton
Antonio Oscar Garza	Global Drilling Investigation Co. Limited
Aon Risk Services Sothwest, Inc.	Greylock Credit
ARIAS FABREGA & FABREGA	Greylock Global Focus Master Fund Ltd.
Asia Drilling Equipment Holding Limited	Greylock Global Opportunity Master Fund Ltd.
Banco Nacional de Mexico, S.A.	Groupo R Exploracion Marina S.A. de C.V.
Belgravia Trustees International Limited	Groupo Financiero Banamex, Division Fiduciaria
Bicentenatio	Groupo Gerez
Bruno Sa Figueira	Groupo International Ltd
CAELLA MARITIME INVESTIGATION SPRL	Groupo R. Exploracion Marina S.A. de C.V.
Cantarell I, Lda	Groupo R. Perforacion SA de CV
Cantarell II, Lda	Helmut Waogau
Cantarell III Drilling PTE, LTD	Holland & Knight LLC
Cantarell IV	HSH NordBank
Cantarell IV Drilling PTE, LTD	I. Maestre Casanovas
Carlos Jose Figueiredo Rodrigues	Igmasa Management Luxembourg S.a.r.l.
Carolina Luque	Ignasi Maestre Casanovas
Catarell y Cantarell II	Industrial Perforadora de Campeche, S.A. de C.V.
Centenario GR	Jean Naveaux
Cesar Rael Abogados	Joao Alberto Nunes Fernandes
Clareant SCF S.A.R.L.	Joao Rui Fernandes Ramos
Clarkson Platou Shipping Services USA, LLC	Jorge Anzaldua
Clifford Chance US LLP	Jose Alfredo Merinos
Complet Drilling Investments S.A.	Jose Maria Romero Fernandez
Complet Drilling Investments, S.L.	Kamney Ventures Ltd.
Connector Specialists Incorporated	Kapitalforeningen Investin Pro
Corporation Service Company	La Muralla IV
Cuatrecasas	LaForta – Gestao e Investimentos LDA
DAEWOO SHIPBUILDING MARINE	LaForta - Gestao E Investimentos, Sociedade Unipessoal
Danilo Bento Camacho Gouveia	LDA (Zona Franca Da Madeira)

Logistics Masters, S.C.	Roberto Banos
Loyens & Loeff (Bruxelas)	Rothschild & Co Mexico, S.A. de C.V.
Loyens & Loeff Luxembourg SARL	Rothschild & Co.
Luis Enrique Gonzalez	Roy C. Durling
Luis Miguel Gonalves Rosado	Roy Rudolphus Antonius Makaay
Luis Pedro Magalhaes Varela Mendes	Rubicon
Luntam Holding Limited	Rubicon Drilling Services
MACCO	Rubicon Drilling Services - Aluguer de Equipamentos
Maria del Pilar Castillo	Tecnologicos, Unipessoal, Lda
MFC Services USA LLC	Rubicon Drilling Services, Lda.
Miguel Ortiz Diaz	Rui Abel Serra Martins
Milbank	Sabia Drilling Business Limited
Mizuho Corp. Bank	Samuel de Araujo
Monterey Audit S.a.r.l.	San Bernardino County Employees' Retirement
Multi-strat S.A.R.L.	Association
Nader Hayaux & Goebel	SDM
Octavio Careaga	Seguros Inbursa, S.A.
ODH Investments Ltd	Sergio Onofre Garcia
Offshore Dilling Holding S.A.	Shell Exploracion Y Extraccion de Mexico S.A. de C.V.
Offshore Drilling Holding S.A.	Societe Unipessoal LDA (Zona Franca De Madeira)
Offshore Specialty Fabricators, LLC	SUBDRILL SUPPLY LTD
Onshore drilling holding, s.a.	Susana Jose Teixeira Rodrigues Pereira
OOS Energy BV	Tana Investment Company S.A.
Owl Creek Asset Management L.P.	Tatiana Vanessa Goncalves Fernandes
Pricewaterhousecoopers & Associados – Sociedade de	Torello – Trading Internacional LDA
Ramiro Garza Vargas	Tribune Trustees International Limited
Ramon Rullo Amoros	Unipessoal, LDA (Zona Franca de Madeira)
Raschid Mohamed Sanchez	Uria Menendez
RDS Ultra-Deepwater, Ltd.	Utileducci-Comercio International E Servicios
Realdania	Vontobel Fund Emerging Markets Corporate Bond
Revisores Oficiais de Contas LDA	Wilensprom Societe Provee A Responsabilite Limitee
Rig Equipment Maritime Societe Provee a Responsabilite	Wilensprom SPRL
Limitee	
Rig Equipment Maritime, SPRL	

Schedule 2

JW Client Name	Name Checked Against Database	Relation to Debtors	Status
AF Global	AF Global	Vendor	Client
American Bureau of Shipping (ABS)	ABS	Vendor	Client
Banco Nacional de Cuba	Banco Nacional de Mexico, SA	Vendor	Client
Cabrera Adriano, Maria del Pilar	Maria del Pilar Castillo	Officer	Client
Clareant SCF S.A.R.L.	Clareant SCF S.A.R.L.	Vendor	Client
Corporation Service Company	Corporation Service Company	Vendor	Client
Deutsche Bank	Deutsche Bank	Lender	Client
Garza Vargas, Jose Ramiro	Abel Guzman Vargas	Officer	Client
Garza, Antonio aka Garza, Tony	Antonio Oscar Garza	Officer	Client
Mizuho Corporate Bank	Mizuho Corporate Bank	Vendor	Client
Offshore Specialty Fabricators, LLC	Offshore Specialty Fabricators, LLC	Creditor	Client
Realdania	Realdania	Vendor	Client
Rubicon Oilfield International	Rubicon Drilling Services Aluguer de Equipamentos Tecnologicos Unipessoal Limitada	Vendor	Client
Rubicon Representation, LLC	Rubicon Drilling Services Aluguer de Equipamentos Tecnologicos Unipessoal Limitada	Vendor	Client
San Bernardino County Employees' Retirement Association	San Bernardino County Employees' Retirement Association	Vendor	Client